

**1 Railroad Avenue  
Cooperstown, NY 13326  
607-547-2555 ph.  
607-547-5658 fax  
www.nysw.com**

18825-D **FILED**

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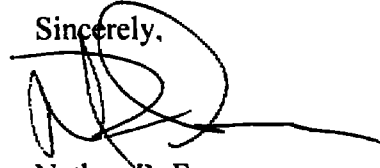
SECRET

**A fee of \$41 is enclosed. Please return one copy, stamped as received, to the undersigned.**

A short summary of the document to appear in the index follows:

Release of locomotive NYSW 2300 from lien granted in  
Document filed under Recordation Number 18825.

Sincerely,

A handwritten signature in black ink, appearing to be 'NRF', with a long horizontal flourish extending to the right.

Nathan R. Fenno  
President

NRF:ksp  
Enc.

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SURFACE TRANSPORTATION BOARD



PARTIAL RELEASE OF COLLATERAL

by and between

MANUFACTURERS AND TRADERS TRUST COMPANY

and

DELAWARE OTSEGO CORPORATION  
THE NEW YORK, SUSQUEHANNA AND WESTERN RAILWAY CORPORATION  
DELAWARE OTSEGO EQUIPMENT CORPORATION  
STATEN ISLAND RAILWAY CORPORATION  
SUSQUEHANNA BULK SYSTEMS, INC.

Recordation No.: 18825-\_\_

Dated: June 8, 2011

Record and return to: Nathan R. Fenno  
President  
The New York, Susquehanna and Western Railway Corporation  
1 Railroad Avenue  
Cooperstown, NY 13326

Telephone No.: 607-547-2555 x236

THIS AGREEMENT made the 8th day of June, 2011, between MANUFACTURERS AND TRADERS TRUST COMPANY ("Secured Party") having an office at One Fountain Plaza, Buffalo, NY 14203, and DELAWARE OTSEGO CORPORATION ("Debtor") and THE NEW YORK, SUSQUEHANNA AND WESTERN RAILWAY CORPORATION, DELAWARE OTSEGO EQUIPMENT CORPORATION, STATEN ISLAND RAILWAY CORPORATION, SUSQUEHANNA BULK SYSTEMS, INC. (collectively "Grantors"), all having a place of business at 1 Railroad Avenue, Cooperstown, New York 13326.

WITNESSETH:

WHEREAS, the Secured Party is the holder of a SECURITY AGREEMENT – LOCOMOTIVES, ROLLING STOCK AND TRACK EQUIPMENT, dated May 27, 1994, filed with the Surface Transportation Board on May 31, 1994 and assigned Recordation Number 18825 (hereafter the "Security Agreement") which grants to the Secured Party a security interest to all the collateral and security described therein; and

WHEREAS, at the request of the Debtor and the Grantors, the Secured Party has agreed to release from said security interest the collateral described herein;

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements, the receipt of which is hereby acknowledged, the Secured Party, the Debtor and the Grantors mutually covenant and agree as follows:

A. Partial Release of Collateral: Secured Party hereby releases from the Security Agreement, and any other security interest or lien in favor of Secured Party, the following described collateral: As listed on Schedule A attached hereto and made a part hereof.

B. Continuation of Security Agreement: Except as specifically set forth herein, the Security Agreement continues in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Instrument to be executed by their duly

authorized officers as of the day and year first above written.

MANUFACTURERS AND TRADERS  
TRUST COMPANY

By: 

DAVID KADARI  
VICE PRESIDENT

DELAWARE OTSEGO CORPORATION,  
THE NEW YORK, SUSQUEHANNA AND  
WESTERN RAILWAY CORPORATION,  
DELAWARE OTSEGO  
EQUIPMENT CORPORATION  
STATEN ISLAND RAILWAY CORPORATION,  
SUSQUEHANNA BULK SYSTEMS, INC.

By: 

Nathan R. Fenno  
President

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF ERIE         )

On the 10 day of June, 2011, before, the undersigned, a Notary Public in and for said State, personally appeared David Ladoai, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual(s), or the person(s) upon behalf of which the individual acted, executed the instrument.

Edward J. Graper Jr.

Notary Public - State of New York  
My Commission Expires 7-15-2011

EDWARD J. GRAPER JR.  
NOTARY PUBLIC, STATE OF NEW YORK  
QUALIFIED IN ERIE COUNTY  
My Commission Expires July 15, 2011

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF OTSEGO     )

On the 7<sup>th</sup> day of June, 2011, before, the undersigned, a Notary Public in and for said State, personally appeared Nathan R. Fennu, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual(s), or the person(s) upon behalf of which the individual acted, executed the instrument.

Kathy S. Perry

Notary Public - State of New York  
My Commission Expires 4-30-14

KATHY S. PERRY  
Notary Public, State of New York  
No. 01PE4765617  
Qualified in Otsego County  
My Commission Expires April 30, 2014

Schedule A

Road Number

Description

NYSW 2300

GE U23B 4axle locomotive